

Peter C. Hughes, Esquire
(Delaware #4180)
Dilworth Paxson LLP
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Philadelphia, PA 19103
Tel: (215) 575-7000
Counsel for Route 553 Retail, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re: : CHAPTER 11
: CASE NO. 08-35653
CIRCUIT CITY STORES, INC., et al. :
: Debtors : (Jointly Administered)

**ORDER PERMITTING DILWORTH PAXSON LLP TO WITHDRAW
AS COUNSEL FOR 553 RETAIL, LLC FOR CAUSE PURSUANT TO
LOCAL BANKRUPTCY RULE 2090-1(G)**

AND NOW this _____ day of _____ 2010, upon consideration of the Motion of Dilworth Paxson LLP to Withdraw as Counsel for Route 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G) (the "Motion"), it is hereby ordered that:

1. The Motion is GRANTED;
2. Dilworth Paxson LLP is hereby permitted immediately to withdraw as counsel for Route 553 Retail, LLC, for cause.
3. The Appearance entered by Dilworth Paxson LLP on behalf of Route 553 Retail, LLC is hereby withdrawn.

Dated: Jun 7 2010

/s/ Kevin Huennekens

The Honorable Kevin Huennekens
United States Bankruptcy Judge

Entered on docket: June 8 2010

WE ASK FOR THIS:

/s/ Peter C. Hughes

Peter C. Hughes, Esquire
(Delaware #4180)
Dilworth Paxson LLP
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Suite 3500E
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Tel: (215) 575-7000

Counsel for Route 553 Retail, LLC

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Peter C. Hughes
Peter C. Hughes

Copy to:

Circuit City Stores, LLC
4951 Lake Brook Dr
Glen Allen, VA 23060-9279

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re: : CHAPTER 11
:
CIRCUIT CITY STORES, INC., et al. : CASE NO. 08-35653
:
Debtors : (Jointly Administered)

CERTIFICATION OF SERVICE

I, Stephanie McFadyen, Paralegal, hereby certify that on the 24th day of March, 2010, I served a true copy of the Motion to Withdraw as Counsel for 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G), Notice of Motion and Proposed Form of Order upon all necessary parties listed on the attached service list.

Date: May 5, 2010

/s/ Stephanie McFadyen
Stephanie McFadyen, Paralegal

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division

In re:) Chapter 11
CIRCUIT CITY STORES, INC., et al.,) Case No. 08-35653 (KRH)
Debtor.) Jointly Administered
)

**AFFIDAVIT OF DANIEL J. HUGHES IN SUPPORT OF
MOTION OF DILWORTH PAXSON LLP TO WITHDRAW AS COUNSEL FOR 553
RETAIL, LLC FOR CAUSE PURSUANT TO LOCAL BANKRUPTCY RULE 2090-1(G)**

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

I, Daniel J. Hughes, principal of Route 553 Retail, LLC ("Route 553"), being duly sworn, deposes and says that:

1. Soon after the filing of this bankruptcy case, Route 553 retained Dilworth Paxson LLP ("Dilworth") to represent its interest in the matter. On December 19, 2008, Dilworth filed a Notice of Appearance and Request for Service of Notices and Pleadings (the "Appearance") on behalf of Route 553. Docket No. 1125.

2. Route 553 holds a general unsecured claim against the Debtors in the amount of \$639,952.35. Claim No. 6644.

3. Given the anticipated distribution to unsecured creditors under the Debtors' Plan of Reorganization, I have determined that it is no longer economical for Dilworth to represent Route 553 in this bankruptcy case.

4. Accordingly, I have requested that Dilworth take affirmative steps to withdraw as counsel in this matter.

5. On March 25, 2010, Dilworth filed the Motion to Withdraw as Counsel for Route 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G) (the "Motion").

6. On March 25, 2010, a Notice of the Motion was filed and served upon all parties shown on the Certificate of Service with respect to the Motion that was filed. I was served with a copy of the Motion as principal of Route 553.

7. Route 553 hereby consents to the relief requested in the Motion.

8. Therefore, Route 553 respectfully requests that the Court enter an Order permitting Dilworth to withdraw as Route 553's counsel in this case immediately for cause and providing that the Appearance is deemed withdrawn.



Daniel J. Hughes

Sworn to and subscribed
Before me, this 28 day of

May, 2010

Beth A. Van Fossem
Notary Public

BETH A. VAN FOSSEN
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES NOV. 19, 2012

CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: frenchs
Form ID: pdforder

Page 1 of 1
Total Noticed: 1

Date Rcvd: Jun 08, 2010

The following entities were noticed by first class mail on Jun 10, 2010.
atty +Gregg M. Galardi, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****
NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jun 10, 2010

Signature: Joseph Speetjens